

Peter C. Hein  
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*Special Counsel to the Debtor*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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*In re* :  
AMBAC FINANCIAL GROUP, INC., : **Chapter 11**  
Debtor. : : **Case No. 10-15973 (SCC)**  
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**FIRST MONTHLY STATEMENT OF WACHTELL, LIPTON, ROSEN & KATZ  
FOR COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT  
OF EXPENSES INCURRED AS SPECIAL COUNSEL TO THE DEBTOR FOR  
THE PERIOD FROM NOVEMBER 9, 2010 THROUGH JANUARY 31, 2011**

Name of Applicant: Wachtell, Lipton, Rosen & Katz (“Wachtell Lipton”)

Authorized to Provide Professional Services to: The Debtor

Date of Retention: February 18, 2011, *nunc pro tunc* to November 9, 2010 (the “Commencement Date”)

Period for Which Compensation and Reimbursement is Sought: November 9, 2010 through January 31, 2011 (the “Fee Period”).

Amount of Compensation Sought as Actual, Reasonable, and Necessary: \$383,975.25

Amount of Expenses Reimbursement Sought as Actual, Reasonable, and Necessary: \$3,702.48

This is a X Monthly    Interim    Final Fee Application

This is Wachtell Lipton's first monthly application for compensation ("the "Application") filed pursuant to the *Order Pursuant to Sections 105(a) and 331 of the Bankruptcy Code, Bankruptcy Rule 2016, and Local Rule 2016-1 Establishing Procedures for Interim Monthly Compensation and Reimbursement of Expenses of Professionals* [Docket No. 81] (the "Interim Compensation Order"). Wachtell Lipton requests: (a) payment of compensation in the amount of \$307,180.20 (which is 80% of \$383,975.25 on account of actual and necessary professional services rendered to the Debtor by Wachtell Lipton); and (b) reimbursement of actual and necessary costs and expenses in the amount of \$3,702.48 incurred by Wachtell Lipton during the period November 9, 2010 through January 31, 2011 (the "Fee Period"), all to be paid and reimbursed out of pre-Commencement Date retainers received from the Debtor as described in the *Debtor's Application, Pursuant to Section 327(e) of the Bankruptcy Code, Bankruptcy Rule 2014(a), and Local Rule 2014-1, For Authorization to Employ and Retain Wachtell, Lipton, Rosen & Katz as Special Litigation Counsel to the Debtor, Nunc Pro Tunc to the Commencement Date.* A detailed summary of the fees and expenses incurred during the period November 9, 2010 through January 31, 2011 is attached hereto as Exhibit A.

The Wachtell Lipton attorneys, paralegals, and other professionals who are billed by the hour who rendered services as part of Wachtell Lipton's retention as special counsel to Debtor during the Fee Period are:

Name of Professional Individual	Department and Licensure	Hourly Billing Rate <sup>1</sup>	Total Hours Billed	Total Compensation
<b>Partners</b>				
Peter C. Hein	Dept: Litigation License: NY (1976)	\$975 (11/9/10-12/31/10); \$975 (1/1/11-1/31/11)	135.7 (11/9/10-12/31/10); 47.6 (1/1/11-1/31/11)	\$178,717.50
Harold S. Novikoff	Dept: Restructuring License: NY (1976)	\$975 (11/9/10-12/31/10); \$975 (1/1/11-1/31/11)	.5 (11/9/10-12/31/10)	\$487.50
Douglas Mayer	Dept: Restructuring License: NY (1987)	\$875 (11/9/10-12/31/10); \$925 (1/1/11-1/31/11)	.5 (1/1/11-1/31/11)	\$462.50
Mark Gordon	Dept: Corporate License: NY (1995)	\$850 (11/9/10-12/31/10); \$875 (1/1/11-1/31/11)	6.75 (11/9/10-12/31/10); 11.25 (1/1/11 – 1/31/11)	\$15,581.25
Martin J. Arms	Dept: Litigation License: NY (2000)	\$750 (11/9/10-12/31/10); \$850 (1/1/11-1/31/11)	3.2 (11/9/10-12/31/10); 2.5 (1/1/11-1/31/11)	\$4,525.00
<b>Associates and Of Counsel</b>				
Warren R. Stern	Dept: Litigation License: NY (1980)	\$975 (11/9/10-12/31/10); \$975 (1/1/11-1/31/11)	1.2 (11/9/10-12/31/10); 2.3 (1/1/11-1/31/11)	\$3,412.50

<sup>1</sup> The hourly billing rates for certain Wachtell Lipton professionals increased as of January 1, 2011. Shown here are the billing rates in effect both for November 9, 2010-December 31, 2010 and for January 1, 2011-January 31, 2011. For purposes of Wachtell Lipton's representation of Ambac, the hourly billing rates of all professionals have been capped at \$975.

Christopher Lee Wilson	Dept: Litigation License: NY (2007)	\$550 (11/9/10-12/31/10); \$600 (1/1/11-1/31/11)	215.0 (11/9/10-12/31/10); 77.5 (1/1/11-1/31/11)	\$164,750.00
Tracy O. Appleton	Dept: Litigation License: NY (2010)	\$425 (11/9/10-12/31/10); \$500 (1/1/11-1/31/11)	6.9 (11/9/10-12/31/10); 5.0 (1/1/11-1/31/11)	\$5,432.50
Kendall Fox	Dept: Corporate License: NY (2011)	\$375 (11/9/10-12/31/10); \$395 (1/1/11-1/31/11)	2 (11/9/10-12/31/10); 3.1 (1/1/11-1/31/11)	\$1,974.50
Tijana J. Dvornic	Dept: Tax License: NY (2010)	\$425 (11/9/10-12/31/10); \$500 (1/1/11-1/31/11)	12.0 (1/1/11-1/31/11)	\$6,000.00
<b>Other Billed Professionals</b>				
Frederic Hollingsworth	Dept: Automated Legal Services	\$275 (11/9/10-12/31/10); \$275 (1/1/11-1/31/11)	2.25 (11/9/10-12/31/10)	\$618.75
Ann Marie Ghany	Dept: Automated Legal Services	\$200 (11/9/10-12/31/10); \$200 (1/1/11-1/31/11)	2.5 (11/9/10-12/31/10)	\$500.00
Fabian Menendez	Dept: Automated Legal Services	\$200 (11/9/10-12/31/10); \$200 (1/1/11-1/31/11)	.75 (11/9/10-12/31/10)	\$150.00
Serge Maliarov	Dept: Automated Legal Services	\$225 (11/9/10-12/31/10); \$225 (1/1/11-1/31/11)	.5 (11/9/10-12/31/10)	\$112.50
Shera Goldman	Dept: Library	\$200 (11/9/10-12/31/10); \$225 (1/1/11-1/31/11)	.6 (11/9/10-12/31/10)	\$120.00

Elizabeth Grunwald	Dept: Library	\$175 (11/9/10-12/31/10); \$225 (1/1/11-1/31/11)	.2 (11/9/10-12/31/10); .4 (1/1/11-1/31/11)	\$125.00
Lena Goldenberg	Dept: Library	\$200 (11/9/10-12/31/10); \$225 (1/1/11-1/31/11)	1.5 (11/9/10-12/31/10)	\$300.00
Elizabeth Bourne	Dept: Library	\$100 (11/9/10-12/31/10); \$125 (1/1/11-1/31/11)	.7 (11/9/10-12/31/10)	\$70.00
Judith E. Thompson	Dept: Library	\$200 (11/9/10-12/31/10); \$225 (1/1/11-1/31/11)	.37 (1/1/11-1/31/11)	\$83.25
Nancy R. McKay	Dept: Library	\$150 (11/9/10-12/31/10); \$175 (1/1/11-1/31/11)	.2 (1/1/11-1/31/11)	\$35.00
Mayra R. Cabrera	Dept: Library	\$150 (11/9/10-12/31/10); \$175 (1/1/11-1/31/11)	1.4 (11/9/10-12/31/10)	\$210.00
Roseanne M. Shea	Dept: Library	\$150 (11/9/10-12/31/10); \$175 (1/1/11-1/31/11)	.1 (11/9/10-12/31/10); 1.0 (1/1/11-1/31/11)	\$190.00
Janeen Byron	Dept: Library	\$150 (11/9/10-12/31/10); \$175 (1/1/11-1/31/11)	.2 (11/9/10-12/31/10); .5 (1/1/11-1/31/11)	\$117.50
<b>Professionals Totals</b>		<b>Blended Rate</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
<b>Total Fees Incurred</b>		\$703.03	546.17	\$383,975.25

**Compensation by Matter**

<b>Task Code</b>	<b>Matter Description</b>	<b>Total Billed Hours</b>	<b>Total Compensation</b>
001	Representation in Securities and Derivative Litigation	466.47	\$330,989.50
002	Corporate Services – Representation of, or Provision of Legal Advice to, the Board of Directors of the Debtor with Respect to Corporate Governance and Board-Related Matters and Other Corporate Matters	24.1	\$18,505.75
003	Preparation of Application for Appointment as Special Counsel/Preparation of Fee Applications/Discussions and Related Work with Respect Thereto	55.6	\$34,480.00
<b>Total Fees Incurred</b>		546.17	\$383,975.25

**Expense Summary**

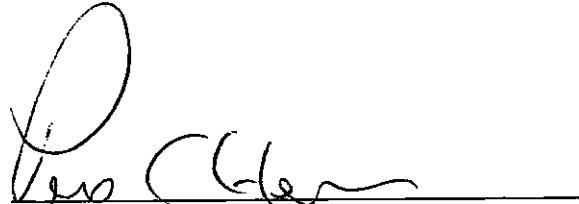
<b>Category of Expenses</b>	<b>Amount</b>
Messenger Service	\$10.00
Courier Service	\$49.54
Photocopies Billed at Cost and Other Duplicating Services	\$400.80
Westlaw Online Computer Research	\$1592.09
Lexis Online Computer Research	\$229.46
Telephone – Conference Call Charges	\$120.12
Fees for Obtaining and Filing Court Documents (PACER, LEXIS File & Serve, CourtAlert, Etc.)	\$1,300.47
<b>TOTAL</b>	<b>\$3,702.48</b>

Notice

Wachtell Lipton provided notice of this Application to: (a) the Debtor; (b) counsel to the Debtor; (c) the Office of the United States Trustee for the Southern District of New York; and (d) counsel to the Committee (each as defined in the Interim Compensation Order). In light of the nature of the relief requested, Wachtell Lipton respectfully submits that no further notice is necessary.

WHEREFORE, pursuant to the Interim Compensation Order, Wachtell Lipton requests: (a) payment of compensation in the amount of \$307,180.20 (which is 80% of \$383,975.25 on account of actual and necessary professional services rendered to the Debtor by Wachtell Lipton); and (b) reimbursement of actual and necessary costs and expenses in the amount of \$3,702.48.

Dated: February 22, 2011  
New York, New York



Peter C. Hein, Esq.  
C. Lee Wilson  
WACHTELL, LIPTON, ROSEN & KATZ  
51 West 52nd Street  
New York, New York 10019  
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Fax: (212) 403-2000

*Special Counsel to the Debtor*

# **Exhibit A**

**WACHTELL, LIPTON, ROSEN & KATZ**  
**51 WEST 52ND STREET**  
**NEW YORK, N.Y. 10019**

February 22, 2011

Ambac Financial Group, Inc.  
One State Street Plaza  
New York, New York 10004

Attention: Kevin Doyle, Esq.

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For services in the shareholder litigation for the period November 9, 2010 through January 31, 2011.	\$ 365,469.50
For disbursements in the shareholder litigation for the period November 9, 2010 through January 31, 2011.	\$ 3,557.85
Total (to be paid pursuant to bankruptcy court rules out of pre-petition retainers that Wachtell Lipton received from Ambac) <sup>1</sup>	\$ 369,027.35

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<sup>1</sup> As stated in Wachtell Lipton's special counsel retention application, as of the petition date, Wachtell Lipton had received \$1,650,000.00 in prepetition retainers from Ambac to cover future fees and disbursements in the shareholder litigation. As of the date of this bill, \$102,096.46 of the prepetition retainer amount for the shareholder litigation has been applied to pay fees and disbursements in the shareholder litigation (pursuant to bankruptcy court rules and/or orders) and the current retainer amount is \$1,547,903.54. After the fees and disbursements above have been fully paid, the remaining retainer amount for the shareholder litigation will be \$1,178,876.19.

Wire Instructions:

Bank:

ABA Number:  
For Further Credit To:  
Account Number:  
SWIFT for Foreign Wires:  
WLRK Federal  
I.D.Number:

Client: 05821  
Matter: 0503Ambac Financial Group, Inc.  
Post 11/8 - Litigation

Date Prepared : Feb 18/11

From Date : Jan 01/01

Billing Partner: 0292 Mark Gordon

## Unbilled Time

Attorney ID Name	Latest Entry	Oldest Entry	--Total Hours	Unbilled--- Dollars
(1) 0221 Peter C. Hein	Jan 31/11	Nov 09/10	175.90	171,502.50
(1) 0236 Warren R Stern	Jan 03/11	Dec 01/10	2.70	2,632.50
(1) 0308 Martin J Arms	Jan 19/11	Nov 16/10	5.70	4,525.00
(1) 0934 Christop Wilson	Jan 31/11	Nov 09/10	245.10	138,265.00
(1) 1452 Tijana J Dvornic	Jan 10/11	Jan 04/11	12.00	6,000.00
(1) 1458 Tracy O. Appleton	Jan 28/11	Nov 09/10	11.90	5,432.50
(1) 2006 Frederic Hollingsworth	Dec 07/10	Nov 23/10	2.25	618.75
(1) 2706 Shera Goldman	Dec 26/10	Nov 15/10	0.60	120.00
(1) 2715 Judith E Thompson	Jan 21/11	Jan 12/11	0.37	83.25
(1) 2721 Lena Goldenberg	Dec 21/10	Nov 18/10	1.50	300.00
(1) 2733 Nancy R. McKay	Jan 18/11	Jan 18/11	0.20	35.00
(1) 2744 Roseanne Shea	Jan 31/11	Dec 28/10	1.10	190.00
(1) 2839 Elizabet Grunwald	Jan 10/11	Dec 07/10	0.60	125.00
(1) 2897 Janeen Byron	Jan 06/11	Nov 26/10	0.70	117.50
(1) 2935 Mayra R. Cabrera	Dec 09/10	Dec 09/10	1.40	210.00
(1) 6081 Serge Maliarov	Dec 02/10	Dec 02/10	0.50	112.50
(1) 8204 Elizabet Bourne	Dec 22/10	Nov 15/10	0.70	70.00
(1) 8320 Fabian Menendez	Dec 02/10	Dec 01/10	0.75	150.00
(1) 8324 Ann Mari Ghany	Dec 01/10	Dec 01/10	2.50	500.00
Total			466.47	330,989.50

Lat Date	Old Date	Unbilled disbursements	Unbilled Disb
Nov 09/10	Nov 09/10	005 Messenger Service	10.00
Dec 23/10	Nov 09/10	006 Courier Service	33.07
Jan 25/11	Nov 09/10	010 Duplicating	400.80
Jan 04/11	Nov 10/10	029 Library-Westlaw Recovery	1,463.93
Jan 10/11	Nov 09/10	033 Library-Lexis Research	229.46
Nov 29/10	Nov 23/10	062 O/S Telephone	120.12
Jan 31/11	Nov 09/10	065 O/S Obtain Court Documents	1,300.47
Total Disbursements			3,557.85
Total Unbilled Amount			334,547.35

Date	Initials	Name / Invoice Number	Hours	Amount	Description	Matter Number	Index
11/09/2010	0934	Christopher L. Wilson	10.30	5,665.00	Work on draft notice of bankruptcy for derivative action; work on draft notice of bankruptcy for Ehrenreich and other actions; calls with client and Dewey to discuss drafts; prepare for underwriter mediation; work on bankruptcy issues; call with Politan; revise MOU; file derivative notice of bankruptcy; work on talking points for underwriters mediation	05821-0503	3940028
11/09/2010	1458	Tracy O. Appleton	1.80	765.00	Review emails; reviewing recent developments; researching opt-out issues	05821-0503	3932279
11/09/2010	0221	Peter C. Hein	4.80	4,680.00	Settlement follow up; work on settlement documentation; conversations with various parties and mediators; conversation with client; court filing re Chapter 11; prepare for mediation.	05821-0503	3930702
11/10/2010	0221	Peter C. Hein	6.70	6,532.50	Prepare for mediation; mediation; settlement follow up; procedural issues in litigation; communications with defendants.	05821-0503	3930706
11/10/2010	1458	Tracy O. Appleton	0.30	127.50	Review emails; looking into recent developments relevant to case	05821-0503	3932282
11/10/2010	0934	Christopher L. Wilson	8.00	4,400.00	Prepare for mediation session with underwriters; attend mediation session; followup calls re mediation; summarize mediation, work on Ehrenreich notice and file and cite check	05821-0503	3940030
11/11/2010	0934	Christopher L. Wilson	3.50	1,925.00	Work on Ambac MOU; calls to discuss; procedural research	05821-0503	3940032
11/11/2010	1458	Tracy O. Appleton	0.30	127.50	Review emails, reviewing recent developments	05821-0503	3932288
11/11/2010	0221	Peter C. Hein	2.80	2,730.00	Settlement follow up; conversations with various parties and defendants.	05821-0503	3931723
11/12/2010	0221	Peter C. Hein	6.30	6,142.50	Settlement follow up; various conversations with client and various other parties re settlement issues; review and comment on settlement docs	05821-0503	3933095
11/12/2010	1458	Tracy O. Appleton	0.20	85.00	Review emails; reviewing recent developments	05821-0503	3932294
11/12/2010	0934	Christopher L. Wilson	2.50	1,375.00	work on and revise Ambac MOU and discuss current situation	05821-0503	3940037
11/13/2010	0221	Peter C. Hein	0.70	682.50	Settlement issues.	05821-0503	3933097
11/14/2010	0221	Peter C. Hein	0.80	780.00	Settlement documentation; settlement follow up.	05821-0503	3933098
11/15/2010	8204	Elizabeth Bourne	0.30	30.00	Pull cases for L. Wilson	05821-0503	3937155
11/15/2010	0221	Peter C. Hein	6.80	6,630.00	Settlement issues; revision of settlement documentation; letters to Judges Buchwald and McMahon; various calls re settlement with various parties	05821-0503	3933721
11/15/2010	0934	Christopher L. Wilson	7.20	3,960.00	Revise MOU; review STRATS filing; review relevant securities precedent; work on Tolin update letter; parse MOU terms for underwritings; revise letter to Buchwald and McMahon; work on MOU claims-over protections	05821-0503	3940038
11/15/2010	1458	Tracy O. Appleton	0.40	170.00	Reviewing recent emails and precedent	05821-0503	3940250
11/15/2010	2706	Shera Goldman	0.30	60.00	Obtain cases for p hein	05821-0503	3938329
11/16/2010	0308	Martin J. E. Arms	0.40	300.00	Call with P. Hein re: settlement.	05821-0503	3936346
11/16/2010	1458	Tracy O. Appleton	0.10	42.50	Review emails	05821-0503	3940257

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Date	Initials	Name / Invoice Number	Hours	Amount	Description	Matter Number	Index
11/16/2010	0934	Christopher L. Wilson	4.30	2,365.00	Work on MOU and Tolin issues; review plaintiffs' comments on MOU; call to discuss plaintiffs' comments and revise accordingly	05821-0503	3940041
11/16/2010	0221	Peter C. Hein	4.10	3,997.50	Provide settlement documentation; discussions with various parties re settlement issues	05821-0503	3935149
11/17/2010	0221	Peter C. Hein	1.30	1,267.50	Conversations with various parties re settlement; settlement documentation; letter to court	05821-0503	3936248
11/17/2010	0934	Christopher L. Wilson	2.70	1,485.00	Work on Ambac joint letter; call with Steve Singer; revise Ambac MOU	05821-0503	3940046
11/17/2010	1458	Tracy O. Appleton	0.60	255.00	Review emails; reviewing recent drafts	05821-0503	3940261
11/18/2010	1458	Tracy O. Appleton	0.20	85.00	Reviewing emails and case developments	05821-0503	3940265
11/18/2010	0934	Christopher L. Wilson	4.20	2,310.00	Revise MOU; address comments from insurers on MOU; work on update letter to Judge McMahon and Buchwald; draft list of parties for bankruptcy notice	05821-0503	4020012
11/18/2010	0221	Peter C. Hein	4.70	4,582.50	Communications with various parties re settlement; revisions to MOU; call from court clerk and follow up and letter to Judge McMahon/Judge Buchwald.	05821-0503	3936774
11/18/2010	2721	Lena Goldenberg	0.50	100.00	Documents pull for Lee Wilson	05821-0503	3940451
11/19/2010	0221	Peter C. Hein	5.70	5,557.50	Revise settlement documents; discussions and communications with various parties re settlement; follow up on settlement issues	05821-0503	3937603
11/19/2010	8204	Elizabeth Bourne	0.20	20.00	Case pull for P. Hein	05821-0503	3937157
11/19/2010	0934	Christopher L. Wilson	5.70	3,135.00	Revise MOU; call with insurers to discuss MOU; discussions re recent precedent	05821-0503	3940054
11/19/2010	1458	Tracy O. Appleton	1.00	425.00	Review emails; addressing issues arising from recent precedent	05821-0503	3940269
11/20/2010	1458	Tracy O. Appleton	0.40	170.00	Review emails; discussing case timeline	05821-0503	3940271
11/20/2010	0221	Peter C. Hein	0.80	780.00	Follow up client request; settlement issues.	05821-0503	3937607
11/20/2010	0934	Christopher L. Wilson	1.70	935.00	Call with Dewey re timing; draft memo regarding timing issues; markup slide re timing issues for settlement	05821-0503	3940055
11/21/2010	0934	Christopher L. Wilson	0.50	275.00	Call to discuss bankruptcy timing issues	05821-0503	3940058
11/21/2010	0221	Peter C. Hein	0.90	877.50	Settlement issues; follow up on settlement timetable	05821-0503	3937609
11/21/2010	1458	Tracy O. Appleton	0.20	85.00	Review emails; reviewing recent developments	05821-0503	3940275
11/22/2010	0934	Christopher L. Wilson	1.40	770.00	Work re MOU; prepare for call with insurers and plaintiffs; prepare for call with client	05821-0503	4020013
11/22/2010	0221	Peter C. Hein	2.60	2,535.00	Settlement follow up; revisions to MOU; court decision and follow up.	05821-0503	3941317
11/23/2010	0221	Peter C. Hein	6.30	6,142.50	Settlement follow up; conversations with client; conversations with various parties; review and revise MOU; memo to defendants	05821-0503	3941319
11/23/2010	0934	Christopher L. Wilson	10.50	5,775.00	Calls with Kevin Doyle and Mark Young re MOU; review and revise MOU; prepare for call with plaintiffs counsel; prepare for discovery related call with ERISA counsel; calls with plaintiffs' counsel re MOU; discovery related call with ERISA counsel; calls to discuss document collection; work on doc collection;	05821-0503	3944442

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Date	Initials	Name / Invoice Number	Hours	Amount	Description	Matter Number	Index
					calls with K. Doyle; draft memo to individual defendants; review plaintiffs comments on the MOU.		
11/23/2010	2006	Frederick C. J. Hollingsworth	1.00	275.00	Conference call with Lee Wilson regarding client data; conference call with vendor	05821-0503	3943394
11/23/2010	1458	Tracy O. Appleton	0.10	42.50	Review emails.	05821-0503	3944658
11/24/2010	1458	Tracy O. Appleton	0.30	127.50	Review emails; reviewing recent precedent	05821-0503	3944660
11/24/2010	0221	Peter C. Hein	4.20	4,095.00	Settlement follow up; communications with various parties re settlement; follow up on settlement issues.	05821-0503	3943631
11/24/2010	0934	Christopher L. Wilson	5.70	3,135.00	Calls with Mark Young; calls with Kevin Doyle; emails with insurers; revise memo to individual defendants; discussion re rules; pull past memos to individuals; send memo to individual defendants; email to Judge Politan; email to James Notis	05821-0503	3944443
11/25/2010	0934	Christopher L. Wilson	0.80	440.00	Work on notes for call with individuals	05821-0503	3944446
11/26/2010	2897	Janeen Byron	0.20	30.00	Pulled requested documents for L. Wilson.	05821-0503	3951031
11/27/2010	0934	Christopher L. Wilson	1.00	550.00	Work on talking points for Monday meeting with Doyle and Young	05821-0503	3944447
11/28/2010	0934	Christopher L. Wilson	1.00	550.00	Work on Ambac talking points	05821-0503	3944448
11/28/2010	0221	Peter C. Hein	0.80	780.00	Settlement issues.	05821-0503	3946002
11/29/2010	0221	Peter C. Hein	6.20	6,045.00	Settlement issues; settlement follow-up; various conversations w/cleints; conf calls w/clients; communications w/other parties.	05821-0503	3946005
11/29/2010	2006	Frederick C. J. Hollingsworth	0.25	68.75	Conference call with attorney regarding request for data	05821-0503	3945627
11/29/2010	0934	Christopher L. Wilson	6.50	3,575.00	Prepare for and hold call with Kevin Doyle and Mark Young; emails with ERISA counsel re discovery matters; send reminder email to individual defendants; calls with ERISA counsel re discovery issues; work on talking points for board call; call with the individual defendants; call with Kevin and Mark Young; draft email to Chartis	05821-0503	4020030
11/30/2010	0221	Peter C. Hein	4.60	4,485.00	Settlement issues; communications with various parties regarding settlement	05821-0503	3946561
11/30/2010	0934	Christopher L. Wilson	8.50	4,675.00	Draft email to individuals; work on document review/collection in conjunction with ERISA counsel; call with Diana Adams; work on email to Chartis; review documents from closed files; review and comment on MOU revisions from plaintiffs; consents	05821-0503	3950300
12/01/2010	0934	Christopher L. Wilson	5.80	3,190.00	draft email to individuals with revised MOU; calls with individuals re document collection; calls re consents; work on draft email to Chartis; call with Judge Politan; draft document collection summaries	05821-0503	3966651
12/01/2010	0221	Peter C. Hein	4.70	4,582.50	Settlement follow up; communications with client; communications with various other parties re settlement.	05821-0503	3950808
12/01/2010	0236	Warren R. Stern	1.00	975.00	Review of draft letter and discussion with Lee Wilson	05821-0503	3970588
12/01/2010	8320	Fabian Menendez	0.25	50.00	Copy over contents from network to external	05821-0503	3968080

Client:05821 - Ambac Financial Group, Inc. 2/22/2011 3:54:49 PM

Date	Initials	Name / Invoice Number	Hours	Amount	Description	Matter Number	Index
					drive.		
12/01/2010	8324	Ann Marie Ghany	2.50	500.00	Processed electronic document production; Created preproduction database, and processed data for loading to databases for review by attorneys.	05821-0503	3988123
12/02/2010	1458	Tracy O. Appleton	0.10	42.50	Review emails	05821-0503	3952223
12/02/2010	8320	Fabian Menendez	0.50	100.00	Create truecrypt container and copy over production files.	05821-0503	3968085
12/02/2010	0221	Peter C. Hein	2.70	2,632.50	Settlement follow-up; discussions and communications w/various parties	05821-0503	3951710
12/02/2010	0934	Christopher L. Wilson	4.40	2,420.00	calls with Marsh; consent collection issues; revise and send email to Mike Manire; send documents to ERISA counsel; review and hold calls with insurers' counsel	05821-0503	3966654
12/02/2010	6081	Serge Miliarov	0.50	112.50	Preperation of media for production.	05821-0503	4000541
12/02/2010	0308	Martin J. E. Arms	0.20	150.00	Call with P. Hein.	05821-0503	3956548
12/03/2010	0308	Martin J. E. Arms	0.40	300.00	Call with P. Hein.	05821-0503	3956551
12/03/2010	0934	Christopher L. Wilson	8.50	4,675.00	call to discuss procedure for executing MOU; discuss discovery issues with ERISA counsel; calls with insurers; draft additional provisions relating to settlement; draft update email to the individual defendants; review and respond to comments by Chartis on the MOU	05821-0503	3966656
12/03/2010	0221	Peter C. Hein	7.40	7,215.00	Settlement follow up; review settlement documents; conversations with multiple parties re settlement	05821-0503	3955709
12/03/2010	1458	Tracy O. Appleton	0.30	127.50	Review emails; discussing MOU	05821-0503	3952226
12/04/2010	0221	Peter C. Hein	0.60	585.00	Settlement follow up.	05821-0503	3955712
12/04/2010	0934	Christopher L. Wilson	3.50	1,925.00	work on draft email to individuals; review & discuss recent securities law decisions;	05821-0503	3966658
12/06/2010	0308	Martin J. E. Arms	0.90	675.00	Call with P. Hein.	05821-0503	3973151
12/06/2010	0221	Peter C. Hein	6.10	5,947.50	Settlement issues; revision of settlement agreements; multiple conversations with clients and various other parties re settlement	05821-0503	3966069
12/06/2010	2006	Frederick C. J. Hollingsworth	0.50	137.50	Creating a dat file	05821-0503	3972087
12/06/2010	1458	Tracy O. Appleton	0.10	42.50	Review emails	05821-0503	3972028
12/06/2010	0934	Christopher L. Wilson	7.60	4,180.00	call to discuss 8-K issue; call to discuss document collection issues; calls to discuss revised MOU with client, insurers and plaintiffs; emails re insurer MOU; draft joint update letter to the court re settlement; draft and send update email to the individual defendants re status; research re bankruptcy rules	05821-0503	4020047
12/07/2010	1458	Tracy O. Appleton	0.10	42.50	Review emails on latest developments	05821-0503	3972032
12/07/2010	0934	Christopher L. Wilson	8.30	4,565.00	collect and send example settlement 8-Ks; review and revise separate insurer agreement; discussion with client re board approval issues; final review of MOU and discussion of key issues; pull and circulate requested billing information to insurers; connections check re special counsel; review of recent precedent	05821-0503	3976228

Client:05821 - Ambac Financial Group, Inc. 2/22/2011 3:54:49 PM

Date	Initials	Name / Invoice Number	Hours	Amount	Description	Matter Number	Index
12/07/2010	2006	Frederick C. J. Hollingsworth	0.50	137.50	Conference call with Lee Wilson and Guidance regarding project;	05821-0503	3972089
12/07/2010	2839	Elizabeth Grunwald	0.20	35.00	Did search for Collier on Bankruptcy section. (L. Wilson)	05821-0503	3974934
12/07/2010	0221	Peter C. Hein	3.80	3,705.00	Settlement issues; conversations with various parties re settlement; revisions of settlement documents	05821-0503	3967701
12/07/2010	0308	Martin J. E. Arms	0.80	600.00	Addressing insurance and settlement issues, call with P. Hein.	05821-0503	3973153
12/08/2010	0308	Martin J. E. Arms	0.50	375.00	Reviewing insurer MOU, call with P. Hein.	05821-0503	3973155
12/08/2010	0221	Peter C. Hein	2.70	2,632.50	Settlement issues; conversations with various parties re settlement; review and comment on drafts	05821-0503	3970562
12/08/2010	1458	Tracy O. Appleton	0.10	42.50	Review emails	05821-0503	3972035
12/08/2010	0934	Christopher L. Wilson	7.90	4,345.00	work re billing information for insurers; review, discuss and revise insurer MOU; circulate materials to Dewey re insurance and derivative actions; draft and send update email to individuals; bankruptcy rules research; calls with insurers' counsel; call with plaintiffs' counsel; revise draft joint letter; coordinate signing of MOU	05821-0503	3976232
12/09/2010	0934	Christopher L. Wilson	4.00	2,200.00	coordinate exchange of signatures and circulate completed MOU; revise and circulate joint letter; research and draft email to insurers and Dewey re Ambac billing; discussions re settlement 8-K; work re insurance with Dewey	05821-0503	3976236
12/09/2010	2935	Mayra R. Cabrera	1.40	210.00	Searched for SEC documents and company press releases for Lee Wilson.	05821-0503	3978760
12/09/2010	1458	Tracy O. Appleton	0.10	42.50	Review emails	05821-0503	3972038
12/09/2010	0221	Peter C. Hein	2.20	2,145.00	Conversations with various parties re settlement; follow up on documentation and settlement issues	05821-0503	3972268
12/10/2010	0221	Peter C. Hein	1.60	1,560.00	Settlement follow-up	05821-0503	3972271
12/10/2010	0934	Christopher L. Wilson	2.40	1,320.00	send update email to individuals re MOU; work on email to Dewey re 90-days payments; revise and circulate joint letter re settlement	05821-0503	4020048
12/13/2010	0934	Christopher L. Wilson	2.70	1,485.00	work on Ambac 8-K re settlement (1.5 hours); work on 90-days payment email (.5 hours); work on Ambac 8-K re settlement (.7 hours)	05821-0503	4019999
12/13/2010	0221	Peter C. Hein	3.20	3,120.00	Settlement follow-up; conversations w/various parties; review & comment on drafts,	05821-0503	3973288
12/14/2010	0221	Peter C. Hein	2.40	2,340.00	Review and comment on drafts; follow up on client requests.	05821-0503	3975575
12/14/2010	0934	Christopher L. Wilson	2.00	1,100.00	work on Ambac 8-K (.5 hours); call with Richard Spitzer re documents (.5 hours); call to discuss Ambac 8-K (1 hour).	05821-0503	4020001
12/15/2010	0934	Christopher L. Wilson	3.00	1,650.00	draft Ambac letter and obtaining consents (1 hour); review draft stip of settlement (1 hour); review and send letter to court re settlement (.8 hours); call to discuss bankruptcy rules (.2 hours)	05821-0503	4020003
12/15/2010	0221	Peter C. Hein	3.50	3,412.50	Review and comment on draft settlement papers; conversations with various parties re settlement; letter to court.	05821-0503	3975901

Client:05821 - Ambac Financial Group, Inc. 2/22/2011 3:54:49 PM

Date	Initials	Name / Invoice Number	Hours	Amount	Description	Matter Number	Index
12/16/2010	0221	Peter C. Hein	4.40	4,290.00	Review, comment and revise settlement documentation including stipulation of settlement (3.3), conversations with client and various other parties re settlement (1.1).	05821-0503	4020007
12/16/2010	1458	Tracy O. Appleton	0.10	42.50	Review emails	05821-0503	3980027
12/16/2010	0934	Christopher L. Wilson	1.80	990.00	discussions and calls re McMahon letter (.5 hours); review of draft stipulation of settlement (1 hour); call with Marsh re settlement (.3 hours)	05821-0503	4020005
12/17/2010	0934	Christopher L. Wilson	3.50	1,925.00	calls to discuss comments and thoughts on draft stipulation of settlement.	05821-0503	4020011
12/17/2010	0221	Peter C. Hein	2.40	2,340.00	Conversations with other parties re settlement and follow up (.8), review, comment on and revise settlement drafts (1.6).	05821-0503	4020009
12/19/2010	0934	Christopher L. Wilson	2.00	1,100.00	work on revising draft stipulation of settlement (2 hours)	05821-0503	3987747
12/21/2010	0221	Peter C. Hein	0.40	390.00	revisions to settlement stip	05821-0503	4020015
12/21/2010	1458	Tracy O. Appleton	0.10	42.50	Review emails	05821-0503	3985425
12/21/2010	2721	Lena Goldenberg	1.00	200.00	Case pull for L. Wilson	05821-0503	3981744
12/22/2010	8204	Elizabeth Bourne	0.20	20.00	Obtain article for P. Hein	05821-0503	3981150
12/22/2010	0221	Peter C. Hein	2.10	2,047.50	Review, discuss and comment on settlement drafts (1.8); communications with other parties re settlement (.3).	05821-0503	3981373
12/22/2010	0934	Christopher L. Wilson	0.70	385.00	draft email to insurers re retention and call to discuss.	05821-0503	4020017
12/23/2010	0934	Christopher L. Wilson	0.90	495.00	Communicate with insurers re plans (.6); communications with ERISA counsel re discovery (.3).	05821-0503	4020019
12/23/2010	0221	Peter C. Hein	2.50	2,437.50	Review and comment and revise settlement documentation (2.2); communications with other parties re settlement (.3).	05821-0503	3983676
12/26/2010	2706	Shera Goldman	0.30	60.00	Obtain materials for Lee Wilson	05821-0503	3983644
12/26/2010	0934	Christopher L. Wilson	4.00	2,200.00	review all parties' comments on, call to discuss comments on and revise Ambac insurer agreement (4 hours)	05821-0503	3987762
12/27/2010	0934	Christopher L. Wilson	3.50	1,925.00	work on revising Ambac stipulation of settlement (2 hours); call to discuss and revise Ambac insurer agreement (1.5 hours)	05821-0503	3987763
12/27/2010	0221	Peter C. Hein	1.20	1,170.00	Review, comment on and revise settlement agreement drafts (1.2).	05821-0503	4020021
12/28/2010	0221	Peter C. Hein	1.90	1,852.50	Review, revise and comment on drafts of settlement papers.	05821-0503	4020027
12/28/2010	2744	Roseanne M. Shea	0.10	15.00	Case pull - L. Wilson	05821-0503	3995262
12/28/2010	0934	Christopher L. Wilson	3.10	1,705.00	revise Ambac stipulation of settlement (1.8 hour); review new decision re settlement and summarize (1.3 hours).	05821-0503	4020024
12/29/2010	0221	Peter C. Hein	0.80	780.00	Conversations with client and Dewey (.3); issues re settlement papers (.5).	05821-0503	4020029
12/30/2010	0221	Peter C. Hein	1.70	1,657.50	Issues re settlement papers; review and comment on draft settlement papers.	05821-0503	3985601

Client:05821 - Ambac Financial Group, Inc. 2/22/2011 3:54:49 PM

Date	Initials	Name / Invoice Number	Hours	Amount	Description	Matter Number	Index
12/30/2010	0236	Warren R. Stern	0.20	195.00	Telcon P. Hein.	05821-0503	3986031
12/30/2010	0934	Christopher L. Wilson	1.30	715.00	revise insurer agreement.	05821-0503	4020032
12/31/2010	0934	Christopher L. Wilson	9.00	4,950.00	work on revising draft Ambac stipulation of settlement (9 hours)	05821-0503	3987773
01/02/2011	0934	Christopher L. Wilson	8.00	4,800.00	call to discuss comments on stipulation of settlement (2 hours); revise stipulation of settlement (6.0 hours).	05821-0503	3990545
01/02/2011	0221	Peter C. Hein	2.60	2,535.00	Review, revise and comment on draft settlement papers.	05821-0503	3985603
01/03/2011	0221	Peter C. Hein	6.80	6,630.00	Issues re settlement; review, revise comment on settlement documentation; conversations with various parties re settlement issues	05821-0503	3987555
01/03/2011	0236	Warren R. Stern	1.50	1,462.50	Review and discussion of draft settlement papers	05821-0503	3987636
01/03/2011	1458	Tracy O. Appleton	0.50	250.00	Reviewing emails and recent case developments	05821-0503	3991966
01/03/2011	0934	Christopher L. Wilson	6.40	3,840.00	call with internal team to discuss comments on settlement stip (1 hr); call to discuss stipulation (.7 hours); revise stipulation per comments (1.0 hours);revise stipulation (1.9 hours); call to discuss comments on stipulation (1.8 hours)	05821-0503	4020034
01/03/2011	0308	Martin J. E. Arms	1.20	1,020.00	Call with Stern and Hein, reviewing issues on settlement.	05821-0503	3992208
01/04/2011	0308	Martin J. E. Arms	0.80	680.00	Calls with P. Hein.	05821-0503	3992210
01/04/2011	0934	Christopher L. Wilson	4.80	2,880.00	plan for and schedule call to discuss settlement status (.5 hours); discuss tax implications of settlement (.3 hours); call with Dewey and Judge Politan to discuss creditors' issues (1.5 hours); plan for meeting with creditors' committee (2.3 hours)	05821-0503	3993361
01/04/2011	1452	Tijana J. Dvornic	4.00	2,000.00	Review tax-related terms of stipulation.	05821-0503	3989284
01/04/2011	1458	Tracy O. Appleton	3.00	1,500.00	Emails; discussing and researching insurance issues	05821-0503	3991969
01/04/2011	2897	Janeen Byron	0.30	52.50	For L. Wilson - articles search.	05821-0503	4012900
01/04/2011	0221	Peter C. Hein	3.20	3,120.00	Conversations with client, co-counsel and other parties re settlement issues; settlement documentation.	05821-0503	3990450
01/05/2011	0221	Peter C. Hein	5.20	5,070.00	Prep for meeting with creditor's counsel, attorneys and mediator; meeting with creditor counsel, attorneys and mediator; followup; conversations with client and co-counsel; settlement issues.	05821-0503	3990453
01/05/2011	0934	Christopher L. Wilson	6.30	3,780.00	prepare for meeting/mediation session with creditors (1.8 hours); mediation meeting with creditors re settlement (3 hours); followup discussion re mediation meeting and calls to discuss how to proceed (1.5 hours)	05821-0503	3993365
01/06/2011	0934	Christopher L. Wilson	1.00	600.00	review ERISA decision and draft summary (.5 hours); review bankruptcy stay-related documents (.5 hours)	05821-0503	3993367
01/06/2011	0221	Peter C. Hein	0.30	292.50	Settlement issues.	05821-0503	3990947
01/06/2011	2897	Janeen Byron	0.20	35.00	For Lee Wilson - sent requested case filings.	05821-0503	4012919
01/06/2011	1458	Tracy O. Appleton	0.10	50.00	Review emails	05821-0503	3991974

Client:05821 - Ambac Financial Group, Inc. 2/22/2011 3:54:49 PM

Date	Initials	Name / Invoice Number	Hours	Amount	Description	Matter Number	Index
01/07/2011	1458	Tracy O. Appleton	0.20	100.00	Review emails on most recent developments	05821-0503	3991977
01/07/2011	0221	Peter C. Hein	4.90	4,777.50	Follow up on settlement issues; conversations with clients and various other parties re settlement; revisions to settlement documents.	05821-0503	3992660
01/07/2011	0934	Christopher L. Wilson	1.00	600.00	call to discuss Ambac issues and subsequent revisions (.5 hours); call to discuss insurer agreement and contents thereon (.5 hours)	05821-0503	4020036
01/08/2011	0934	Christopher L. Wilson	3.80	2,280.00	call to discuss comments on stipulation (1.3 hours); incorporate comments on insurer agreement (2.5 hours)	05821-0503	3993372
01/08/2011	1452	Tijana J. Dvornic	1.50	750.00	Research re QSFs	05821-0503	3991357
01/08/2011	0221	Peter C. Hein	1.20	1,170.00	Review and discuss changes to settlement papers.	05821-0503	3992661
01/10/2011	0221	Peter C. Hein	4.40	4,290.00	Conversations with client and various parties re settlement issues, and follow up; review comments and revisions to settlement documents.	05821-0503	3992665
01/10/2011	2839	Elizabeth Grunwald	0.40	90.00	Sent article. (Dvornic)	05821-0503	3998506
01/10/2011	1452	Tijana J. Dvornic	6.50	3,250.00	Legal research re tax implications of settlement.	05821-0503	3992343
01/10/2011	0934	Christopher L. Wilson	1.30	780.00	Discuss tax issues re stipulation of settlement (1 hr); discuss current status of creditors' issues (.3 hours)	05821-0503	4002463
01/11/2011	0934	Christopher L. Wilson	7.40	4,440.00	revise stipulation of settlement and insurer agreement to incorporate comments and call to discuss the revised versions (4.1 hours); draft email to individuals to inform them re status of settlement (.5); further revise settlement papers (1.3 hours); review Ambac decision (.3 hours); planning call for call with creditors committee (.5 hours); revise emails to individuals (.8)	05821-0503	4002465
01/11/2011	2744	Roseanne M. Shea	0.30	52.50	Pull opinion - L. Wilson	05821-0503	4010652
01/11/2011	0221	Peter C. Hein	2.40	2,340.00	Discuss revisions to settlement agreement; settlement issues; communications with defendants re settlement.	05821-0503	3994123
01/11/2011	1458	Tracy O. Appleton	0.20	100.00	Review Emails; reading about latest developments	05821-0503	3997356
01/12/2011	0221	Peter C. Hein	3.90	3,802.50	Settlement issues; conversations with client and follow up.	05821-0503	3995360
01/12/2011	1458	Tracy O. Appleton	0.30	150.00	Emails on latest developments	05821-0503	3997359
01/12/2011	0934	Christopher L. Wilson	7.20	4,320.00	call with client to discuss stipulation and insurer agreement (1.5 hours); internal call to discuss client's comments (1 hour); revise stipulation and insurer agreement and circulate to individuals (1 hour); work on talking points for call (2.5 hours); revise talking points (.9 hours); respond to questions from individuals re settlement (.3 hours)	05821-0503	4002467
01/12/2011	2715	Judith E. Thompson	0.17	38.25	Obtained items from docket sheet. Per, L. Wilson.	05821-0503	4002927
01/13/2011	0934	Christopher L. Wilson	7.00	4,200.00	plan for and hold call with creditors committee (1.3); call with insurers' counsel (.5); revise settlement papers (.5); call with mediator (.5); call with Cornerstone (.5); prepare task description for Cornerstone (1.5); verify	05821-0503	4002469

Client:05821 - Ambac Financial Group, Inc. 2/22/2011 3:54:49 PM

Date	Initials	Name / Invoice Number	Hours	Amount	Description	Matter Number	Index
					Cornerstone information with Ambac and send to		
					Cornerstone (.8); call to discuss cornerstone		
					analysis (1.4)		
01/13/2011	0221	Peter C. Hein	3.50	3,412.50	Conference calls with client and co-counsel; conference call with creditors committee and follow up; discussions with various parties re settlement issues; review and comment on draft correspondence re settlement.	05821-0503	3995365
01/14/2011	0221	Peter C. Hein	1.60	1,560.00	Communications with client re settlement; settlement issues	05821-0503	3996383
01/14/2011	0934	Christopher L. Wilson	2.20	1,320.00	draft email to individual defendant (.8 hours); work on summary analysis re releases (.7 hours); revise work description for cornerstone (.7 hours).	05821-0503	4020040
01/17/2011	2744	Roseanne M. Shea	0.30	52.50	Pull court docs - L. Wilson	05821-0503	4013983
01/18/2011	2744	Roseanne M. Shea	0.10	17.50	Pull case doc - L. Wilson	05821-0503	4013985
01/18/2011	0934	Christopher L. Wilson	0.80	480.00	Review and summarize automatic stay brief (.5); review and summarize brief in ERISA matter (.3)	05821-0503	4020042
01/18/2011	0221	Peter C. Hein	0.20	195.00	Settlement issues	05821-0503	3998741
01/18/2011	2733	Nancy R. McKay	0.20	35.00	Court papers for L Wilson	05821-0503	4001868
01/19/2011	0308	Martin J. E. Arms	0.50	425.00	Editing memo on releases.	05821-0503	4002024
01/19/2011	0221	Peter C. Hein	1.10	1,072.50	Review and comment on correspondence re settlement and Cornerstone proposal (at request of creditors' committee)	05821-0503	4020044
01/19/2011	0934	Christopher L. Wilson	1.90	1,140.00	rvisions to stipulation of settlement (.5); draft and send emails summarizing current status of stipulation negotiations (.3); revise release summary (.4); call with Cornerstone re additional work and review and revise proposal (.7)	05821-0503	4011497
01/19/2011	2744	Roseanne M. Shea	0.10	17.50	Pull court document - L. Wilson	05821-0503	4013994
01/20/2011	2744	Roseanne M. Shea	0.10	17.50	Pull court docs - L. Wilson	05821-0503	4014008
01/20/2011	1458	Tracy O. Appleton	0.10	50.00	Review emails	05821-0503	4001042
01/20/2011	0934	Christopher L. Wilson	0.80	480.00	call with Judge Politan (.3); summarize bankruptcy court developments re litigation (-5)	05821-0503	4020046
01/20/2011	0221	Peter C. Hein	0.40	390.00	Conversations with various parties re settlement.	05821-0503	4001706
01/21/2011	0221	Peter C. Hein	0.30	292.50	Communications re settlement and follow up.	05821-0503	4001710
01/21/2011	1458	Tracy O. Appleton	0.10	50.00	Review emails	05821-0503	4001045
01/21/2011	2715	Judith E. Thompson	0.20	45.00	Obtained court document from pacer for a specific case. Per, Lee Wilson.	05821-0503	4002950
01/22/2011	0221	Peter C. Hein	0.20	195.00	Settlement issues.	05821-0503	4001711
01/24/2011	0221	Peter C. Hein	1.20	1,170.00	Conversations with client and other parties re settlement; follow up re settlement; review and follow up on comments on settlement stipulation.	05821-0503	4001904
01/24/2011	0934	Christopher L. Wilson	2.80	1,680.00	Calls regarding discussions with insurers (.5); call with client re status (.5); review insurers' comments on stipulation, call to discuss, revisions (1.3); call with underwriters' counsel re settlement (.5)	05821-0503	4011505

Client:05821 - Ambac Financial Group, Inc. 2/22/2011 3:54:49 PM

Date	Initials	Name / Invoice Number	Hours	Amount	Description	Matter Number	Index
01/25/2011	0934	Christopher L. Wilson	4.50	2,700.00	prepare for and call with insurers re stipulation (1); hold additional call with insurers re stipulation comments, revise stipulation accordingly (1); further revise stipulation, draft email to plaintiffs, send revised stipulation to plaintiffs (1.5); summary re insurance issues (1)	05821-0503	4011507
01/25/2011	1458	Tracy O. Appleton	0.10	50.00	Review emails	05821-0503	4006261
01/25/2011	0221	Peter C. Hein	1.40	1,365.00	Revisions to settlement stipulation; conversations with other parties re settlement issues.	05821-0503	4003402
01/26/2011	0221	Peter C. Hein	0.20	195.00	Follow up re settlement communications.	05821-0503	4021707
01/27/2011	0221	Peter C. Hein	0.60	585.00	Conference call re scope of provisions of settlement agreements and follow up.	05821-0503	4004433
01/27/2011	1458	Tracy O. Appleton	0.30	150.00	Review emails on recent developments	05821-0503	4006269
01/27/2011	0934	Christopher L. Wilson	0.50	300.00	research re insurance issue (.5)	05821-0503	4011512
01/28/2011	1458	Tracy O. Appleton	0.10	50.00	Review emails	05821-0503	4006272
01/31/2011	2744	Roseanne M. Shea	0.10	17.50	Pull court documents - L. Wilson	05821-0503	4014091
01/31/2011	0934	Christopher L. Wilson	1.50	900.00	research re insurance-related issues.	05821-0503	4021709
01/31/2011	0221	Peter C. Hein	0.90	877.50	Conversations/conference call with client and Dewey and follow up.	05821-0503	4007072
		UNBILLED TOTALS: WORK:	466.47	330,989.50	200 records		
		UNBILLED TOTALS: BILL:	466.47	330,989.50			
		GRAND TOTALS: WORK:	466.47	330,989.50	200 records		
		GRAND TOTALS: BILL:	466.47	330,989.50			

WACHTELL, LIPTON, ROSEN & KATZ

Pre-Billing Report

As of Jan 31/11

Page 1 (1)

Client: 05821

Ambac Financial Group, Inc.

Date Prepared : Feb 16/11

Matter: 0504

Post 11/8 - Litigation (Fee Application Time)

From Date : Jan 01/01

Billing Partner: 0292 Mark Gordon

Unbilled Time

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Attorney  
ID Name

Latest  
Entry

Oldest  
Entry

--Total Unbilled--  
Hours Dollars

(1) 0221 Peter C. Hein  
(1) 0236 Warren R Stern  
(1) 0934 Christop Wilson

Jan 26/11  
Jan 17/11  
Jan 31/11

Dec 16/10  
Jan 17/11  
Nov 18/10

7.40  
0.80  
47.40

7,215.00  
780.00  
26,485.00

Total

55.60 34,480.00

Date	Initials	Name / Invoice Number	Hours	Amount	Description	Matter Number	Index
11/18/2010	0934	Christopher L. Wilson	0.80	440.00	Work on special counsel retention issues	05821-0504	3940051
11/22/2010	0934	Christopher L. Wilson	0.30	165.00	Work re special counsel application	05821-0504	3940061
11/24/2010	0934	Christopher L. Wilson	1.30	715.00	Work on special counsel application	05821-0504	4020022
11/28/2010	0934	Christopher L. Wilson	1.50	825.00	Work on special counsel retention	05821-0504	4020026
11/29/2010	0934	Christopher L. Wilson	0.50	275.00	Work on special counsel retention application	05821-0504	3944449
12/01/2010	0934	Christopher L. Wilson	1.40	770.00	Work on retention application	05821-0504	4020037
12/02/2010	0934	Christopher L. Wilson	2.70	1,485.00	Work on retention application and issues	05821-0504	4020039
12/06/2010	0934	Christopher L. Wilson	2.00	1,100.00	Research re special counsel issues	05821-0504	3976226
12/10/2010	0934	Christopher L. Wilson	1.10	605.00	Billing/connections work; work on retention affidavit;	05821-0504	3976239
12/12/2010	0934	Christopher L. Wilson	2.00	1,100.00	Work on retention application; work on response to Dewey billing questions	05821-0504	3976244
12/13/2010	0934	Christopher L. Wilson	3.50	1,925.00	work on Ambac retention application and 90-day payment email (.3 hours); work on Ambac retention application (1.4 hours); call to discuss special counsel application and revise accordingly (.8 hours); work on Ambac retention application (1 hour).	05821-0504	4019998
12/14/2010	0934	Christopher L. Wilson	1.00	550.00	work on special counsel application	05821-0504	4020000
12/15/2010	0934	Christopher L. Wilson	1.00	550.00	call to discuss special counsel application	05821-0504	4020002
12/16/2010	0934	Christopher L. Wilson	3.50	1,925.00	work on special counsel application (1 hour); work on special counsel application schedules (2 hours); call to discuss schedules to special counsel application (.5 hours)	05821-0504	4020004
12/16/2010	0221	Peter C. Hein	1.20	1,170.00	review and revise application for appointment as special counsel.	05821-0504	4020006
12/17/2010	0221	Peter C. Hein	1.30	1,267.50	review and revise special counsel application and schedules.	05821-0504	4020008
12/17/2010	0934	Christopher L. Wilson	2.80	1,540.00	revise special counsel declaration (.8 hours); work on schedules for declaration (.5 hours); work on Ambac declaration and calls to discuss declaration (1.5 hours).	05821-0504	4020010
12/20/2010	0934	Christopher L. Wilson	2.90	1,595.00	work on retention declaration (1.5 hours); work on retention schedules (1.4 hours)	05821-0504	3987749
12/20/2010	0221	Peter C. Hein	0.70	682.50	Special counsel application.	05821-0504	3980734
12/21/2010	0221	Peter C. Hein	0.50	487.50	Special counsel application.	05821-0504	4020014
12/21/2010	0934	Christopher L. Wilson	2.00	1,100.00	revise special counsel documents and schedules, calls re the same (1.5 hours); connections checking calls (.5 hours)	05821-0504	3987753
12/22/2010	0934	Christopher L. Wilson	0.50	275.00	revise declaration	05821-0504	4020016
12/23/2010	0934	Christopher L. Wilson	0.80	440.00	revise declaration.	05821-0504	4020018
12/24/2010	0934	Christopher L. Wilson	0.80	440.00	draft and send email to Dewey re questions re declaration (.8 hours)	05821-0504	3987761
12/27/2010	0221	Peter C. Hein	0.40	390.00	special counsel application.	05821-0504	4020020
12/28/2010	0221	Peter C. Hein	1.40	1,365.00	review, revise and comment on application for appointment as special counsel.	05821-0504	4020025
12/28/2010	0934	Christopher L. Wilson	4.10	2,255.00	revise insurer agreement (.5 hours); review and comment on Dewey retention-related papers and	05821-0504	4020023

Date	Initials	Name / Invoice Number	Hours	Amount	Description	Matter Number	Index
					call to discuss retention papers (3.6 hours)		
12/29/2010	0221	Peter C. Hein	0.80	780.00	review, revise and discuss special counsel application.	05821-0504	4020028
12/29/2010	0934	Christopher L. Wilson	1.10	605.00	finish and circulate comments on retention application prepared by Dewey (.8 hours); review completed application (.3 hours)	05821-0504	3987767
12/30/2010	0934	Christopher L. Wilson	1.50	825.00	review revised retention application (.7 hours); connections/relationships checking for retention schedules (.8 hours)	05821-0504	4020031
01/03/2011	0934	Christopher L. Wilson	0.60	360.00	call with Dewey to discuss retention application (.2 hours); call with Dewey to discuss retention application (.4 hours).	05821-0504	4020033
01/07/2011	0934	Christopher L. Wilson	1.00	600.00	work on retention application and incorporate creditors' committee changes (.5 hours); calls to discuss retention application (.5 hours).	05821-0504	4020035
01/14/2011	0934	Christopher L. Wilson	1.00	600.00	revise special counsel application.	05821-0504	4020038
01/17/2011	0236	Warren R. Stern	0.80	780.00	Reviewed appl. for appointment as special counsel to debtor	05821-0504	3996388
01/18/2011	0934	Christopher L. Wilson	0.30	180.00	work on retention application.	05821-0504	4020041
01/19/2011	0221	Peter C. Hein	0.40	390.00	review and comment on special counsel application.	05821-0504	4020043
01/20/2011	0934	Christopher L. Wilson	0.60	360.00	call with D&L re retention application and update re status.	05821-0504	4020045
01/21/2011	0934	Christopher L. Wilson	0.50	300.00	review and summarize application requirements	05821-0504	4011502
01/26/2011	0221	Peter C. Hein	0.70	682.50	special counsel application	05821-0504	4021706
01/26/2011	0934	Christopher L. Wilson	1.30	780.00	work on special counsel retention application, call to discuss the same and revisions thereto, circulate to D&L and insurers	05821-0504	4011510
01/28/2011	0934	Christopher L. Wilson	1.00	600.00	revise retention application (.5); call with client re retention application (.5)	05821-0504	4011514
01/31/2011	0934	Christopher L. Wilson	2.00	1,200.00	retention application revisions (1.5); review and incorporate further comments on application (.5)	05821-0504	4021708
		UNBILLED TOTALS: WORK:	55.60	34,480.00	42 records		
		UNBILLED TOTALS: BILL:	55.60	34,480.00			
		GRAND TOTALS: WORK:	55.60	34,480.00	42 records		
		GRAND TOTALS: BILL:	55.60	34,480.00			

**WACHTELL, LIPTON, ROSEN & KATZ**  
51 WEST 52ND STREET  
NEW YORK, N.Y. 10019

February 22, 2011

Ambac Financial Group, Inc.  
One State Street Plaza  
New York, New York 10004

Attention: Kevin Doyle, Esq.

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For corporate services <sup>1</sup> for the period November 9, 2010 through January 31, 2011.	\$ 18,505.75
For disbursements related to corporate services for the period November 9, 2010 through January 31, 2011.	\$ 144.63
Total (to be paid pursuant to bankruptcy court rules out of pre-petition retainers that Wachtell Lipton received from Ambac) <sup>2</sup>	\$ 18,650.38

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<sup>1</sup> Corporate services encompass representation of, or provision of legal advice to, the board of directors of Ambac with respect to corporate governance and board-related matters and other corporate matters.

<sup>2</sup> As stated in Wachtell Lipton's special counsel retention application, as of the petition date, Wachtell Lipton had received \$55,053.19 in prepetition retainers from Ambac to cover future fees and disbursements for the provision of corporate services. As of the date of this bill, none of the prepetition retainer amount for corporate services has been applied to pay fees and disbursements. After the fees and disbursements detailed above have been fully paid, the remaining retainer for corporate services will be \$36,402.81.

Wire Instructions:

Bank:

ABA Number:  
For Further Credit To:  
Account Number:  
SWIFT for Foreign Wires:  
WLRK Federal  
I.D.Number:

Client: 05821

Ambac Financial Group, Inc.

Date Prepared : Feb 22/11

Matter: 0003

Post 11/8 - Corporate

From Date : Jan 01/01

Billing Partner: 0230 Edward D. Herlihy

## Unbilled Time

Attorney ID Name	Latest Entry	Oldest Entry	--Total Hours	Unbilled--- Dollars
(1) 0224 Harold S Novikoff	Nov 24/10	Nov 22/10	0.50	487.50
(1) 0271 Douglas Mayer	Jan 27/11	Jan 27/11	0.50	462.50
(1) 0292 Mark Gordon	Jan 31/11	Nov 18/10	18.00	15,581.25
(1) 1509 Kendall Fox	Jan 25/11	Nov 16/10	5.10	1,974.50
	Total		24.10	18,505.75

Lat Date	Old Date	Unbilled disbursements	Unbilled Disb
Nov 10/10	Nov 10/10	006 Courier Service	16.47
Jan 25/11	Jan 25/11	029 Library-Westlaw Recovery	128.16
		Total Disbursements	144.63

Date	Initials	Name / Invoice Number	Hours	Amount	Description	Matter Number	Index
11/16/2010	1509	Kendall Y. Fox	2.00	750.00	Legal research re bankruptcy implications.	05821-0003	3937469
11/18/2010	0292	Mark Gordon	1.00	850.00	T/C Michael Groll; research for Laura Unger.	05821-0003	3940942
11/19/2010	0292	Mark Gordon	1.00	850.00	Research for Laura Unger.	05821-0003	3940949
11/22/2010	0224	Harold S. Novikoff	0.20	195.00	T/C's with Gordon and Hein.	05821-0003	3941377
11/24/2010	0224	Harold S. Novikoff	0.30	292.50	T/C's with Hein and Gordon and emails.	05821-0003	3946010
11/29/2010	0292	Mark Gordon	1.00	850.00	Meeting with Kevin Doyle.	05821-0003	3955771
11/30/2010	0292	Mark Gordon	1.75	1,487.50	T/C with a director; T/C with management and counsel re director matters & issues re subsidiaries.	05821-0003	3955778
12/01/2010	0292	Mark Gordon	1.25	1,062.50	T/C with Executive Chairman.	05821-0003	3955783
12/06/2010	0292	Mark Gordon	0.75	637.50	T/C with Executive Chairman.	05821-0003	3975169
01/03/2011	0292	Mark Gordon	0.75	656.25	Corporate advice.	05821-0003	3992486
01/05/2011	0292	Mark Gordon	0.50	437.50	T/C Callen and follow-up.	05821-0003	3992494
01/20/2011	0292	Mark Gordon	0.25	218.75	T/C Michael Groll & Stefan Feuerabendt.	05821-0003	4004221
01/21/2011	1509	Kendall Y. Fox	1.30	513.50	Legal research re bankruptcy implications.	05821-0003	4001125
01/21/2011	0292	Mark Gordon	1.25	1,093.75	T/C with Laura Unger; internal work on Chairman issues.	05821-0003	4004225
01/24/2011	0292	Mark Gordon	4.50	3,937.50	Attendance at Governance committee meeting plus preparation and follow-up	05821-0003	4004230
01/25/2011	0292	Mark Gordon	1.00	875.00	Attendance/participation in Ambac Board meeting.	05821-0003	4004234
01/25/2011	1509	Kendall Y. Fox	1.80	711.00	Legal research re bankruptcy implications.	05821-0003	4007046
01/26/2011	0292	Mark Gordon	0.25	218.75	T/C with Executive Chairman.	05821-0003	4004240
01/27/2011	0292	Mark Gordon	0.75	656.25	Research and internal conference on director issues.	05821-0003	4007263
01/27/2011	0271	Douglas K. Mayer	0.50	462.50	T/C's with Hein and Gordon re bankruptcy issues.	05821-0003	4004205
01/28/2011	0292	Mark Gordon	1.00	875.00	Research and T/C with General Counsel re director issues.	05821-0003	4007269
01/31/2011	0292	Mark Gordon	1.00	875.00	T/C with General Counsel and bankruptcy counsel re director issues; participation in call with board of directors.	05821-0003	4007274
		UNBILLED TOTALS: WORK	24.10	18,505.75	22 records		
		UNBILLED TOTALS: BILL:	24.10	18,505.75			
		GRAND TOTALS: WORK:	24.10	18,505.75	22 records		
		GRAND TOTALS: BILL:	24.10	18,505.75			